

EXHIBIT D

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re:

BRONX MIRACLE GOSPEL TABERNACLE
WORD OF FAITH MINISTRIES, INC.
aka Bronx Miracle Gospel Tabernacle, Inc.

Chapter 11

Case No. 19-12447 (SMB)

Debtor.
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NOTICE OF AUCTION AND SALE HEARING

PLEASE TAKE NOTICE that pursuant to the *Trustee's Motion For Orders Pursuant To Sections 105(a), 363 And 506(c) Of The Bankruptcy Code And Bankruptcy Rule 6004, (I) Approving Auction Procedures And Notice Of The Auction Relating Thereto, (II) Approving Sale Of Real Estate Free And Clear Of Liens, Claims, Interests And Encumbrances, (III) Approving Form Of Purchase Agreement, (IV) Approving Carve-out Agreement, And (V) Granting Related Relief* (the "Motion"), filed with the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") on May __, 2020, Deborah J. Piazza, the Chapter 11 trustee (the "Trustee") of the above-captioned debtor, is selling the real property (the "Property") known as:

2910 Barnes Avenue, Bronx, New York (Block 4550, Lot 10, on the Bronx County Tax Map)

PLEASE TAKE FURTHER NOTICE that in accordance with the *Order Pursuant To Sections 105(a), 363 And 506(c) Of The Bankruptcy Code And Bankruptcy Rule 6004, (I) Approving Auction Procedures And Notice Of The Auction Relating Thereto, (II) Approving Sale Of Real Estate Free And Clear Of Liens, Claims, Interests And Encumbrances, (III) Approving Form Of Purchase Agreement, (IV) Approving Carve-out Agreement, And (V) Granting Related Relief* (the "Procedures Order"), approved by the Bankruptcy Court, the Trustee will conduct an auction (the "Auction") with respect to the sale of the Property on _____, 2020 at _____ a.m. (EDT) at the offices of Tarter Krinsky & Drogin LLP, 1350 Broadway, New York, New York

10018. All interested parties are invited to prequalify for the Auction and to present offers to purchase the Property in compliance with the Auction Procedures (as defined below).

PLEASE TAKE FURTHER NOTICE that consideration of offers and attendance at the Auction is subject to certain terms and conditions and procedures described in the Procedures Order (collectively, the “Auction Procedures”).

PLEASE TAKE FURTHER NOTICE that at the conclusion of the Auction, the Trustee will announce her determination as to the person or entity (the “Successful Bidder”) submitting the highest or otherwise best bid for the Property, unless the highest or otherwise best bid (the “Successful Bid”) is a credit bid by the Debtor’s lender, Newell Funding LLC (“Lender”), in which case the Property shall be sold to the Lender. At the end of the Auction, the Trustee shall also announce the next highest and otherwise best offer after the Successful Bid (the “Next Highest Bid”) and the Qualified Bidder that submitted such bid (the “Next Highest Bidder”).

PLEASE TAKE FURTHER NOTICE that a hearing to approve the Sale of the Property (the “Sale Hearing”) will be held on _____, 2020 at _____.m. (EDT) at the Bankruptcy Court before the Honorable Stuart M. Bernstein. At the Sale Hearing, the Trustee will notify the Bankruptcy Court of the results of the Auction and present both the Successful Bid and (if the Successful Bid is not a credit bid by the Lender) Next Highest Bid to the Bankruptcy Court for approval at the Sale Hearing. The Sale Hearing may be adjourned, from time to time, without further notice to creditors or parties in interest other than by announcement of the adjournment in open court or on the Bankruptcy Court’s docket.

PLEASE TAKE FURTHER NOTICE that if you seek to object to the sale of the Property, you must comply with the terms for making such objections as set forth in the Procedures Order. If any party fails to timely file and serve an objection in accordance with the Procedures Order, the Bankruptcy Court may disregard such objection.

This Notice is qualified in its entirety by the Procedures Order. All persons and entities are urged to read the Procedures Order and its provisions carefully. To the extent that this Notice is inconsistent with the Procedures Order, the terms of the Procedures Order shall govern.

Copies of the Procedures Order and the Motion are available from the undersigned counsel for the Trustee.

Dated: New York, New York
May ____, 2020

TARTER KRINSKY & DROGIN LLP
Attorneys for Deborah J. Piazza,
as Chapter 11 Trustee

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